

Exhibit A

(Proposed Order)

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re: RTI HOLDING COMPANY, LLC, Debtor.	Chapter 11 Case No. 20-12456
In re: RUBY TUESDAY, INC., Debtor.	Chapter 11 Case No. 20-12457
In re: RUBY TUESDAY, LLC, Debtor.	Chapter 11 Case No. 20-12458
In re: RTBD, LLC, Debtor.	Chapter 11 Case No. 20-12461
In re: RT OF CARROLL COUNTY, LLC, Debtor.	Chapter 11 Case No. 20-12462
In re: RT DENVER FRANCHISE, LP, Debtor.	Chapter 11 Case No. 20-12465
In re: RT DETROIT FRANCHISE, LLC, Debtor.	Chapter 11 Case No. 20-12468
In re: RT DISTRIBUTING, LLC, Debtor.	Chapter 11 Case No. 20-12471

In re: RT FINANCE, LLC, Debtor.	Chapter 11 Case No. 20-12473
In re: RT FL GIFT CARDS, INC., Debtor.	Chapter 11 Case No. 20-12476
In re: RT FLORIDA EQUITY, LLC, Debtor.	Chapter 11 Case No. 20-12480
In re: RT FRANCHISE ACQUISITION, LLC, Debtor.	Chapter 11 Case No. 20-12484
In re: RT OF FRUITLAND, INC., Debtor.	Chapter 11 Case No. 20-12487
In re: RT INDIANAPOLIS FRANCHISE, LLC, Debtor.	Chapter 11 Case No. 20-12492
In re: RT JONESBORO CLUB, Debtor.	Chapter 11 Case No. 20-12495
In re: RT KCMO FRANCHISE, LLC, Debtor.	Chapter 11 Case No. 20-12500
In re: RT KENTUCKY RESTAURANT HOLDINGS, LLC, Debtor.	Chapter 11 Case No. 20-12503

In re: RT LAS VEGAS FRANCHISE, LLC, Debtor.	Chapter 11 Case No. 20-12460
In re: RT LONG ISLAND FRANCHISE, LLC, Debtor.	Chapter 11 Case No. 20-12464
In re: RT OF MARYLAND, LLC, Debtor.	Chapter 11 Case No. 20-12489
In re: RT MICHIANA FRANCHISE, LLC, Debtor.	Chapter 11 Case No. 20-12466
In re: RT MICHIGAN FRANCHISE, LLC, Debtor.	Chapter 11 Case No. 20-12470
In re: RT MINNEAPOLIS FRANCHISE, LLC, Debtor.	Chapter 11 Case No. 20-12474
In re: RT MINNEAPOLIS HOLDINGS, LLC, Debtor.	Chapter 11 Case No. 20-12477
In re: RT NEW ENGLAND FRANCHISE, LLC, Debtor.	Chapter 11 Case No. 20-12479
In re: RT NEW HAMPSHIRE RESTAURANT HOLDINGS, LLC, Debtor.	Chapter 11 Case No. 20-12482

In re: RT NEW YORK FRANCHISE, LLC, Debtor.	Chapter 11 Case No. 20-12485
In re: RT OMAHA FRANCHISE, LLC, Debtor.	Chapter 11 Case No. 20-12490
In re: RT OMAHA HOLDINGS, LLC, Debtor.	Chapter 11 Case No. 20-12493
In re: RT ONE PERCENT HOLDINGS, LLC, Debtor.	Chapter 11 Case No. 20-12498
In re: RT ONE PERCENT HOLDINGS II, LLC, Debtor.	Chapter 11 Case No. 20-12496
In re: RT ORLANDO FRANCHISE, LP, Debtor.	Chapter 11 Case No. 20-12502
In re: RT RESTAURANT SERVICES, LLC, Debtor.	Chapter 11 Case No. 20-12505
In re: RT SOUTH FLORIDA FRANCHISE, LP, Debtor.	Chapter 11 Case No. 20-12506
In re: RT SOUTHWEST FRANCHISE, LLC, Debtor.	Chapter 11 Case No. 20-12459

In re: RT ST. LOUIS FRANCHISE, LLC, Debtor.	Chapter 11 Case No. 20-12463
In re: RT TAMPA FRANCHISE, LP, Debtor.	Chapter 11 Case No. 20-12467
In re: RE WESTERN MISSOURI FRANCHISE, LLC, Debtor.	Chapter 11 Case No. 20-12472
In re: RT WEST PALM BEACH FRANCHISE, LP, Debtor.	Chapter 11 Case No. 20-12469
In re: RTTA, LP, Debtor.	Chapter 11 Case No. 20-12478
In re: RTT TEXAS, INC., Debtor.	Chapter 11 Case No. 20-12475
In re: RTTT, LLC, Debtor.	Chapter 11 Case No. 20-12481
In re: RUBY TUESDAY OF ALLEGANY COUNTY, INC., Debtor.	Chapter 11 Case No. 20-12483
In re: RUBY TUESDAY OF BRYANT, INC., Debtor.	Chapter 11 Case No. 20-12486

In re: RUBY TUESDAY OF COLUMBIA, INC., Debtor.	Chapter 11 Case No. 20-12488
In re: RUBY TUESDAY OF FREDERICK, INC., Debtor.	Chapter 11 Case No. 20-12491
In re: RUBY TUESDAY OF LINTHICUM, INC., Debtor.	Chapter 11 Case No. 20-12494
In re: RUBY TUESDAY OF MARLEY STATION, INC., Debtor.	Chapter 11 Case No. 20-12497
In re: RUBY TUESDAY OF POCOMOKE CITY, INC., Debtor.	Chapter 11 Case No. 20-12499
In re: RUBY TUESDAY OF RUSSELLVILLE, INC., Debtor.	Chapter 11 Case No. 20-12501
In re: RUBY TUESDAY OF SALISBURY, INC., Debtor.	Chapter 11 Case No. 20-12504

ORDER DIRECTING JOINT ADMINISTRATION OF CHAPTER 11 CASES

Upon the Debtors' motion (the "Motion")¹ for entry of an order (this "Order") directing the Debtors' chapter 11 cases to be jointly administered for procedural purposes only and granting related relief, all as more fully set forth in the Motion; and due and sufficient notice of

¹ Capitalized terms used but not defined in this Order have the meanings used in the Motion.

the Motion having been provided under the particular circumstances, and it appearing that no other or further notice need be provided; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and consideration of the Motion and the relief requested therein being a core proceeding under 28 U.S.C. § 157(b)(2); and this Court's entry of a final order being consistent with Article III of the United States Constitution; and venue being proper before this Court under 28 U.S.C. §§ 1408 and 1409; and a hearing having been held to consider the relief requested in the Motion (the "Hearing"); and upon the First Day Declaration and the record of the Hearing and all the proceedings had before the Court; and the Court having found and determined the relief requested in the Motion to be in the best interests of the Debtors, their estates and creditors, and any parties in interest; and the legal and factual bases set forth in the Motion and at the Hearing having established just cause for the relief granted herein; and after due deliberation thereon and sufficient cause appearing therefor, it is **HEREBY ORDERED THAT:**

1. The Motion is **GRANTED** as set forth herein.
2. Each of the above-captioned chapter 11 cases of the Debtors are consolidated for procedural purposes only and shall be jointly administered by the Court under Case No. 20-12456.
3. Nothing contained in the Motion or this Order is to be deemed or construed as directing or otherwise effecting a substantive consolidation of these chapter 11 cases, and this Order shall be without prejudice to the rights of the Debtors to seek entry of an order substantively consolidating their respective cases.

4. The caption of the jointly administered cases shall read as follows:

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:	Chapter 11
RTI Holding Company, LLC, <i>et al.</i> , ¹	Case No. 20-12456
Debtors.	Jointly Administered

1 The Debtors in these chapter 11 cases and the last four digits of each Debtor's U.S. tax identification number are as follows: RTI Holding Company, LLC (4966); Ruby Tuesday, Inc. (5239); Ruby Tuesday, LLC (1391); RTBD, LLC (6505); RT of Carroll County, LLC (8836); RT Denver Franchise, L.P. (2621); RT Detroit Franchise, LLC (8738); RT Distributing, LLC (6096); RT Finance, LLC (7242); RT FL Gift Cards, Inc. (2189); RT Florida Equity, LLC (7159); RT Franchise Acquisition, LLC (1438); RT of Fruitland, Inc. (1103); RT Indianapolis Franchise, LLC (6016); RT Jonesboro Club (2726); RT KCMO Franchise, LLC (7020); RT Kentucky Restaurant Holdings, LLC (7435); RT Las Vegas Franchise, LLC (4969); RT Long Island Franchise, LLC (4072); RT of Maryland, LLC (7395); RT Michiana Franchise, LLC (8739); RT Michigan Franchise, LLC (8760); RT Minneapolis Franchise, LLC (2746); RT Minneapolis Holdings, LLC (7189); RT New England Franchise, LLC (4970); RT New Hampshire Restaurant Holdings, LLC (7438); RT New York Franchise, LLC (1154); RT Omaha Franchise, LLC (7442); RT Omaha Holdings, LLC (8647); RT One Percent Holdings, LLC (6689); RT One Percent Holdings II, LLC (2817); RT Orlando Franchise, LP (5105); RT Restaurant Services, LLC (7283); RT South Florida Franchise, LP (3535); RT Southwest Franchise, LLC (9715); RT St. Louis Franchise, LLC (6010); RT Tampa Franchise, LP (5290); RT Western Missouri Franchise, LLC (6082); RT West Palm Beach Franchise, LP (0359); RTTA, LP (0035); RTT Texas, Inc. (2461); RTTT, LLC (9194); Ruby Tuesday of Allegany County, Inc. (8011); Ruby Tuesday of Bryant, Inc. (6703); Ruby Tuesday of Columbia, Inc. (4091); Ruby Tuesday of Frederick, Inc. (4249); Ruby Tuesday of Linthicum, Inc. (8716); Ruby Tuesday of Marley Station, Inc. (1641); Ruby Tuesday of Pocomoke City, Inc. (0472); Ruby Tuesday of Russellville, Inc. (1601); and Ruby Tuesday of Salisbury, Inc. (5432). The Debtors' mailing address is 333 East Broadway Ave., Maryville, TN 37804.

5. All pleadings and notices shall be captioned as indicated in the preceding decretal paragraph including a listing the Debtors in these chapter 11 cases and the last four numbers of their tax identification numbers along with the address of the Debtors' corporate headquarters only and all original docket entries shall be made in the case of RTI Holding Company, LLC, Case No. 20-12456.

6. A docket entry shall be made in each of the Debtors' cases (except that of RTI Holding Company, LLC) substantially similar to the following:

An order has been entered in this case consolidating this case with the case of RTI Holding Company, LLC (Case No. 20-12456) for procedural purposes only and providing for its joint administration

in accordance with the terms thereof. The docket in Case No. 20-12456 should be consulted for all matters affecting this case.

7. The terms and conditions of this Order are immediately effective and enforceable upon its entry.

8. The Debtors are authorized and empowered to take all actions necessary or appropriate to implement the relief granted in this Order.

9. This Court retains jurisdiction over all matters arising from or related to the implementation or interpretation of this Order.

Dated: _____, 2020

United States Bankruptcy Judge